



33815US

*2***DECLARATION, POWER OF ATTORNEY, AND PETITION**

To The Commissioner of Patents and Trademarks:

I, Max P. McDaniel, declare:

that I am a citizen of the United States of America residing at 1601 Melmart Drive, Bartlesville, Oklahoma 74006 and having a post office address of 1601 Melmart Drive, Bartlesville, Oklahoma 74006;

that I have reviewed and understand the contents of application Serial No. 09/435,113, filed November 5, 1999, including the specification and claims and I verily believe I, Joseph S. Shveima, Elizabeth A. Benham, Rolf L. Geerts and James L. Smith are the original, first, and joint inventors or discoverers of the invention or discovery in **POLYMERIZATION CATALYST SYSTEMS AND PROCESSES USING ALKYL LITHIUM COMPOUNDS AS A COCATALYST** described and claimed therein and for which a patent is sought;

I acknowledge my duty to disclose to the U.S. Patent and Trademark Office all information known to me to be material to patentability as defined in Title 37 Code of Federal Regulations § 1.56;

and I hereby appoint Edward L. Bowman, Registration No. 27,116; Carl D. Corvin, Registration No. 34,569; Ryan N. Cross, Registration No. 33,861; Beverly M. Dollar, Registration No. 32,870; John M. Fish, Jr., Registration No. 25,863; Gary L. Haag, Registration No. 35,529; Bion E. Hitchcock, Registration No. 26,613; Lynda S. Jolly, Registration No. 32,736; Allen W. Richmond, Registration No. 28,662; Lucas K. Shay, Registration No. 34,724; and Charles W. Stewart, Registration No. 34,023; who comprise the firm of **Richmond, Hitchcock, Fish & Dollar, P. O. Box 2443, Bartlesville, Oklahoma, 74005**, Registration No. 20,286; and Archie W. Umphlett, Registration No. 25,935, each attorney a member of the Bar of the State of Oklahoma or the District of Columbia; my representatives with full power of substitution and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith.

I declare further that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements are made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of this application or any patent issuing thereon.

Wherefore I pray that Letters Patent be granted to Phillips Petroleum Company, a corporation organized and existing under the laws of the State of Delaware and domiciled and having an office at Bartlesville, Oklahoma, as assignee, for the invention or discovery described and claimed in the foregoing specification and claims, and I hereby subscribe my name to the foregoing specification and claims, declaration, power of attorney and this petition.

Correspondence Address:

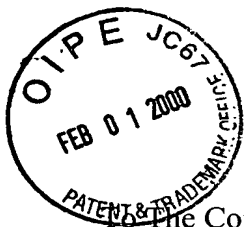
c/o **RICHMOND, HITCHCOCK,
FISH & DOLLAR
P.O. Box 2443
Bartlesville, Oklahoma 74005**

Inventor

Max P. McDaniel
Max P. McDaniel

Date

1/24/00



33815US

DECLARATION, POWER OF ATTORNEY, AND PETITION

To The Commissioner of Patents and Trademarks:

I, Joseph S. Shveima, declare:

that I am a citizen of the United States of America residing at 1776 Jefferson Place, Bartlesville, Oklahoma 74006 and having a post office address of 1776 Jefferson Place, Bartlesville, Oklahoma 74006;

that I have reviewed and understand the contents of application Serial No. 09/435,113, filed November 5, 1999, including the specification and claims and I verily believe I, Max P. McDaniel, Elizabeth A. Benham, Rolf L. Geerts, James L. Smith are the original, first, and joint inventors or discoverers of the invention or discovery in **POLYMERIZATION CATALYST SYSTEMS AND PROCESSES USING ALKYL LITHIUM COMPOUNDS AS A COCATALYST** described and claimed therein and for which a patent is sought;

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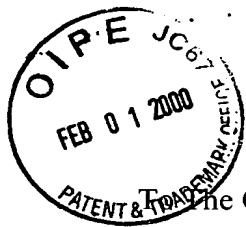
c/o **RICHMOND, HITCHCOCK,
FISH & DOLLAR
P.O. Box 2443
Bartlesville, Oklahoma 74005**

Inventor

Joseph S. Shveima
Joseph S. Shveima

Date

1/24/00



33815US

DECLARATION, POWER OF ATTORNEY, AND PETITION

To the Commissioner of Patents and Trademarks:

I, Elizabeth A. Benham, declare:

that I am a citizen of the United States of America residing at 431 Shannon, Bartlesville, Oklahoma 74006 and having a post office address of 431 Shannon, Bartlesville, Oklahoma 74006;

that I have reviewed and understand the contents of application Serial No. 09/435,113, filed November 5, 1999, including the specification and claims and I verily believe I, Max P. McDaniel, Joseph S. Shveima, Rolf L. Geerts and James L. Smith are the original, first, and joint inventors or discoverers of the invention or discovery in **POLYMERIZATION CATALYST SYSTEMS AND PROCESSES USING ALKYL LITHIUM COMPOUNDS AS A COCATALYST** described and claimed therein and for which a patent is sought;

I acknowledge my duty to disclose to the U.S. Patent and Trademark Office all information known to me to be material to patentability as defined in Title 37 Code of Federal Regulations § 1.56;

and I hereby appoint Edward L. Bowman, Registration No. 27,116; Carl D. Corvin, Registration No. 34,569; Ryan N. Cross, Registration No. 33,861; Beverly M. Dollar, Registration No. 32,870; John M. Fish, Jr., Registration No. 25,863; Gary L. Haag, Registration No. 35,529; Bion E. Hitchcock, Registration No. 26,613; Lynda S. Jolly, Registration No. 32,736; Allen W. Richmond, Registration No. 28,662; Lucas K. Shay, Registration No. 34,724; and Charles W. Stewart, Registration No. 34,023; who comprise the firm of **Richmond, Hitchcock, Fish & Dollar, P. O. Box 2443, Bartlesville, Oklahoma, 74005**, Registration No. 20,286; and Archie W. Umphlett, Registration No. 25,935, each attorney a member of the Bar of the State of Oklahoma or the District of Columbia; my representatives with full power of substitution and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith.

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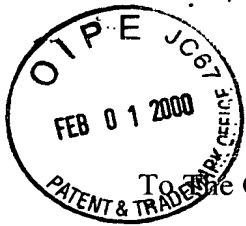
Correspondence Address:

c/o **RICHMOND, HITCHCOCK,
FISH & DOLLAR
P.O. Box 2443
Bartlesville, Oklahoma 74005**

Inventor

Elizabeth A. Benham
Elizabeth A. Benham

Date Jan. 25, 2000

**DECLARATION, POWER OF ATTORNEY, AND PETITION**

To the Commissioner of Patents and Trademarks:

I, Rolf L. Geerts, declare:

that I am a citizen of the United States of America residing at 4610 SE Barlow Drive, Bartlesville, Oklahoma 74006 and having a post office address of 4610 SE Barlow Drive, Bartlesville, Oklahoma 74006;

that I have reviewed and understand the contents of application Serial No. 09/435,113, filed November 5, 1999, including the specification and claims and I verily believe I, Max P. McDaniel, Joseph S. Shveima, Elizabeth A. Benham and James L. Smnith are the original, first, and joint inventors or discoverers of the invention or discovery in **POLYMERIZATION CATALYST SYSTEMS AND PROCESSES USING ALKYL LITHIUM COMPOUNDS AS A COCATALYST** described and claimed therein and for which a patent is sought;

I acknowledge my duty to disclose to the U.S. Patent and Trademark Office all information known to me to be material to patentability as defined in Title 37 Code of Federal Regulations § 1.56;

and I hereby appoint Edward L. Bowman, Registration No. 27,116; Carl D. Corvin, Registration No. 34,569; Ryan N. Cross, Registration No. 33,861; Beverly M. Dollar, Registration No. 32,870; John M. Fish, Jr., Registration No. 25,863; Gary L. Haag, Registration No. 35,529; Bion E. Hitchcock, Registration No. 26,613; Lynda S. Jolly, Registration No. 32,736; Allen W. Richmond, Registration No. 28,662; Lucas K. Shay, Registration No. 34,724; and Charles W. Stewart, Registration No. 34,023; who comprise the firm of **Richmond, Hitchcock, Fish & Dollar, P. O. Box 2443, Bartlesville, Oklahoma, 74005**, Registration No. 20,286; and Archie W. Umphlett, Registration No. 25,935, each attorney a member of the Bar of the State of Oklahoma or the District of Columbia; my representatives with full power of substitution and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith.

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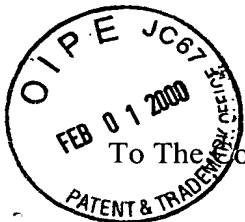
c/o **RICHMOND, HITCHCOCK,
FISH & DOLLAR
P.O. Box 2443
Bartlesville, Oklahoma 74005**

Inventor

Rolf L. Geerts
Rolf L. Geerts

Date

1/26/2000

**DECLARATION, POWER OF ATTORNEY, AND PETITION**

To The Commissioner of Patents and Trademarks:

I, James L. Smith, declare:

that I am a citizen of the United States of America residing at 1879 Putnam, Bartlesville, Oklahoma 74006 and having a post office address of 1879 Putnam, Bartlesville, Oklahoma 74006;

that I have reviewed and understand the contents of application Serial No. 09/435,113, filed November 5, 1999, including the specification and claims and I verily believe I, Max P. McDaniel, Joseph S. Shveima, Elizabeth A. Benham and Rolf L. Geerts are the original, first, and joint inventors or discoverers of the invention or discovery in **POLYMERIZATION CATALYST SYSTEMS AND PROCESSES USING ALKYL LITHIUM COMPOUNDS AS A COCATALYST** described and claimed therein and for which a patent is sought;

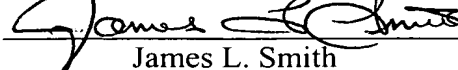
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Correspondence Address:
c/o **RICHMOND, HITCHCOCK,
FISH & DOLLAR
P.O. Box 2443
Bartlesville, Oklahoma 74005**

Inventor 
James L. Smith

Date 1/24/00

ASSIGNMENT

WHEREAS, we, Max P. McDaniel, Joseph S. Shveima, Elizabeth A. Benham, Rolf L. Geerts and James L. Smith of Bartlesville, Oklahoma have made a certain invention entitled:

**POLYMERIZATION CATALYST SYSTEMS AND PROCESSES
USING ALKYL LITHIUM COMPOUNDS AS A COCATALYST**

which is described and claimed in that application for Letters Patent of the United States having attorneys docket designation 33815US,

and WHEREAS, Phillips Petroleum Company, a corporation of Delaware, is desirous of acquiring an interest in said invention,


NOW, THEREFORE, in consideration of one dollar, receipt of which is hereby acknowledged, and other good and valuable consideration, we, Max P. McDaniel, Joseph S. Shveima, Elizabeth A. Benham and Rolf L. Geerts by these presents do sell, assign, and transfer unto Phillips Petroleum Company the full and exclusive right, for the territory of the United States of America and for all foreign countries, in and to the said invention, as described in said application executed on even dates herewith, preparatory to obtaining Letters Patent of the United States therefor; said invention, application and Letters Patent to be held and enjoyed by the said Phillips Petroleum Company, for its own use and behalf, and for its legal representatives, to the full end of the term for which said patent or patents may be granted as fully and entirely as the same would have been held by us had this assignment and sale not been made.


AND we do further agree to sign all papers, make all rightful oaths and do all requisite acts for the filing of any disclaimer or for the filing and assignment of any divisional, continuing, reissue or foreign application or applications based on the present application.


AND we do further agree to communicate to Phillips Petroleum Company, its successors, assigns or other legal representatives, such facts relating to said invention as may be known to us, and to testify as to such facts in any prosecution, interference or litigation.

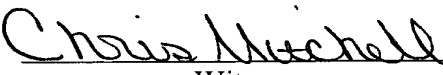
Executed by the undersigned on the dates indicated.

In the presence of

 Max P. McDaniel 1/24/00
Witness Max P. McDaniel Date

 Joseph S. Shveima 1/24/00
Witness Joseph S. Shveima Date

 Elizabeth A. Benham Jan 25, 2000
Witness Elizabeth A. Benham Date

 Rolf L. Geerts 1/26/2000
Witness Rolf L. Geerts Date

 James L. Smith 1/24/00
Witness James L. Smith Date

Post Office Address:

RICHMOND, HITCHCOCK, FISH & DOLLAR
P.O. Box 2443
Bartlesville, Oklahoma 74005